

American Transmission Company LLC

Schedule A to Operating Agreement

As of October 31, 2014

Member	Contribution Value	Number of Units	Percentage Interest
Adams-Columbia Electric Cooperative 401 East Lake Street Friendship, WI 53934-8050	\$ 6,688,200	540,537	0.62%
Alger Delta Cooperative Electric Association 426 North Ninth Street Gladstone, MI 49837-1120	\$ 716,321	58,080	0.07%
City of Algoma 1407 Flora Avenue Algoma, WI 54201-1767	\$ 330,716	26,725	0.03%
WPL Transco LLC 4902 N. Biltmore Lane Madison, WI 53718-2132	\$ 168,192,904	14,343,467	16.38%
Badger Power Marketing Authority 122 North Sawyer Street Shawano, WI 54166-2452	\$ 2,531,599	207,481	0.24%
Central Wisconsin Electric Cooperative 10401 Lystul Road Rosholt, WI 54473-8975	\$ 1,478,315	119,475	0.14%
Cloverland Electric Cooperative 2916 West M-28 Dafer, MI 49724-9501	\$ 6,430,204	535,073	0.61%
City of Columbus 950 Maple Avenue Columbus, WI 53925-1064	\$ 188,034	14,169	0.02%
ATC Holding LLC 231 West Michigan Street, P330 Milwaukee, WI 53203-2918	\$ 32,802,276	2,803,135	3.20%
City of Kaukauna 777 Island Street Kaukauna, WI 54130-2559	\$ 1,868,168	150,973	0.17%
Manitowoc Public Utilities 1303 South Eighth Street Manitowoc, WI 54220-5313	\$ 6,920,163	564,340	0.64%
Marshfield Electric and Water Department of the City of Marshfield 2000 South Central Avenue Marshfield, WI 54449-4921	\$ 6,152,006	497,203	0.57%
MGE Transco Investment LLC 133 South Blair Street Madison, WI 53788-0001	\$ 35,821,641	3,109,540	3.55%

Public Service Commission of Wisconsin
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Member	Contribution Value	Number of Units	Percentage Interest
City of Oconto Falls 500 N. Chestnut Avenue Oconto Falls, WI 54154-1111	\$ 440,016	35,559	0.04%
Ontonagon County Rural Electrification Association 500 James K. Paul Street Ontonagon, MI 49953-1428	\$ 331,839	26,906	0.03%
City of Plymouth 128 Smith Street Plymouth, WI 53073-1742	\$ 3,307,544	267,312	0.31%
Rainy River Energy Corporation – Wisconsin 30 West Superior Street Duluth, MN 55802-2191	\$ 89,135,540	6,801,656	7.77%
Reedsburg Utility Commission 501 Utility Court Reedsburg, WI 53959-2701	\$ 1,544,050	126,445	0.14%
Rock Energy Cooperative 2815 Kennedy Road Janesville, WI 53545-0475	\$ 1,265,758	102,295	0.12%
City of Sheboygan Falls 375 Buffalo Street Sheboygan Falls, WI 53085-1321	\$ 502,774	40,786	0.05%
Stoughton Utilities 600 South Fourth Street Stoughton, WI 53589-2465	\$ 250,473	18,846	0.02%
City of Sturgeon Bay 230 East Vine Street Sturgeon Bay, WI 54235-1972	\$ 1,273,951	106,680	0.12%
City of Sun Prairie 125 West Main Street Sun Prairie, WI 53590-2905	\$ 5,743,453	464,154	0.53%
Upper Peninsula Public Power Agency c/o Marquette Board of Light and Power 2200 Wright Street Marquette, MI 49855-1366	\$ 5,071,303	405,101	0.46%
Wisconsin Electric Power Company 231 West Michigan Street, P330 Milwaukee, WI 53203-2918	\$ 236,423,788	20,176,501	23.04%
City of Wisconsin Rapids 221 - 16 th Street South Wisconsin Rapids, WI 54494-4679	\$ 4,102,907	331,589	0.38%
WPPI Energy 1425 Corporate Center Drive Sun Prairie, WI 53590-9109	\$ 72,434,264	5,855,649	6.69%

Member	Contribution Value	Number of Units	Percentage Interest
WPS Investments, LLC c/o Wisconsin Public Service Corporation 200 East Randolph Street, 23 rd Floor Chicago, IL 60601-6206	\$ 373,942,381	29,841,933	34.07%
ATC Management Inc. W234N2000 Ridgeview Parkway Court Waukesha, WI 53188-1022	\$ 164,430	16,451	0.02%
	<u>\$ 1,066,055,018</u>	<u>87,588,061</u>	<u>100.00%</u>